

FO2 000003318

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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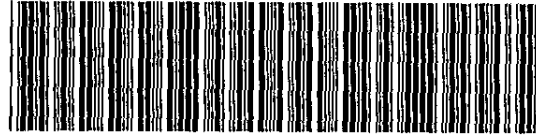
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04 DEC 28 PM 2:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jane Change
12/28/04
DC

Hewitt

Hewitt Associates LLC
100 Half Day Road
Lincolnshire, IL 60069
Tel (847) 295-5000
Fax (847) 295-7634
www.hewitt.com

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November 30, 2004

Florida Division of Corporations
Attention: Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

Subject: Application for Amended Certificate of Authority
Document No. F 02000003318

Enclosed are an original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application For Authorization to Transact Business in Florida reflecting the name change of Exult Relocation Services, Inc., Check No. 675192 in the amount of \$43.75 for the filing fee and a copy of the certificate of amendment in the State of California showing the name change. I have enclosed an envelope for the return of the Certificate of Status.

If you have any questions or need additional information, please contact me at (847) 771-6851.

Sincerely,

Hewitt Relocation Services, Inc.

Stevie Shoemaker

Stevie Shoemaker

Enclosures
UPS

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Exult Relocation Services, Inc.
(Name of corporation)

DOCUMENT NUMBER: F 02000003318

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Stevie Shoemaker

(Name of person)

c/o Hewitt Associates LLC

(Name of firm/company)

100 Half Day Road

(Address)

Lincolnshire, IL 60069

(City/state and zip code)

For further information concerning this matter, please call:

Stevie Shoemaker

(Name of person)

at (847) 295-5000

(Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 17, 2004

STEVIE SHOEMAKER
% HEWITT ASSOCIATES LLC
100 HALF DAY ROAD
LINCOLNSHIRE, IL 60069

SUBJECT: EXULT RELOCATION SERVICES, INC.
Ref. Number: F02000003318

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If the corporation is a **PROFIT** corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary. *signed*

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

Letter Number: 004A00070417

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F 02000003318
(Document number of corporation (if known))

1. Exult Relocation Services, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. California 3. June 28, 2002
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 1, 2004
5. Hewitt Relocation Services, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

C. Lawrence Connolly III
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

C. Lawrence Connolly III
(Typed or printed name of person signing)

December 1, 2004
(Date)

Secretary
(Title of person signing)

FILED
04 DEC 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 08 2004



Kevin Shelley
Secretary of State

0621363

FILED

the office of the Secretary of State
of the State of California

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
EXULT RELOCATION SERVICES, INC.**

OCT 01 2004

Kevin Shelley
KEVIN SHELLEY, Secretary of State

The undersigned certify that:

1. They are the Chief Executive Officer and Assistant Secretary, respectively, of Exult Relocation Services, Inc., a California corporation (the "Corporation").
2. The Articles of Incorporation of this Corporation are amended and restated to read as follows:

"ARTICLE I

NAME

The name of this Corporation is: Hewitt Relocation Services, Inc.

ARTICLE II

PURPOSE

The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

AUTHORIZED CAPITAL STOCK

The Corporation is authorized to issue only one class of shares of stock and the total number of shares which the Corporation is authorized to issue is one hundred (100) shares of Common Stock.

ARTICLE IV

LIABILITY OF DIRECTORS

The liability of the directors of this Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

ARTICLE V

INDEMNIFICATION OF AGENTS

The Corporation is authorized to provide indemnification of its agents (as such term defined in Section 317 of the California General Corporation Law) to the fullest extent permissible under California law."

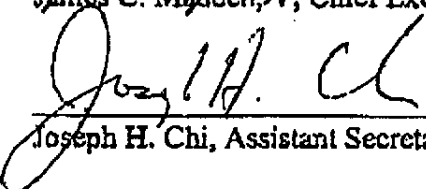
3. The foregoing amendment and restatement of Articles of Incorporation has duly approved by the board of Directors.

4. The foregoing amendment and restatement of Articles of Incorporation has duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the Corporation is one hundred (100). The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California the matters set forth in this certificate are true and correct of our own knowledge.

Date: October 1, 2004


James C. Madden, V, Chief Executive Officer


Joseph H. Chi, Assistant Secretary

